

HELM

FINANCIAL CORPORATION

One Embarcadero Center • San Francisco, CA 94111

415/398-4510

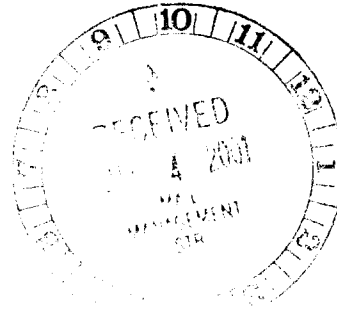
FAX 415/398-4816

RECORDATION NO. **19475-D** FILED

January 2, 2001 JAN 08 '01

3-49 PM

SURFACE TRANSPORTATION BOARD



Mr. Vernon Williams
Surface Transportation Board
1925 K Street, NW
Washington, D.C. 20423-0001

RE: Termination of Net Lease Agreement dated December 28, 2000
("Termination"), by Helm Financial Corporation ("Lessor").

Dear Mr. Williams:

On behalf of Helm Financial Corporation, I submit for filing and recording, under 49 U.S.C. Section 11303(a) and the regulations promulgated thereunder the following document:

Two (2) fully-executed originals of the above-referenced Termination.

In connection with the recording of the Termination, please note the following information:

Name and Address of Lessor: Helm Financial Corporation
One Embarcadero Center, Suite 3700
San Francisco, CA 94111

Name and Address of Lessee: Indiana Harbor Belt Railroad Company
2721 - 161st Street
Hammond, IN 46323

A short summary of the document to appear in the index follows:

Termination of Locomotive Lease Agreement dated December 12, 2000, between Helm Financial Corporation as Lessor and Indiana Harbor Belt Railroad Company as Lessee covering three (3) locomotives within the series IHB 1504 - 1506.

Please file this Termination as a secondary document to Recordation No. **19475** filed on June 20, 1995 at 3:05 p.m. and return one (1) stamped original to my attention. A check covering the filing fee of twenty-six dollars (\$26.00) is enclosed.

Yours truly,

Alison Drain
Alison Drain
Document Administrator

/ad
Enclosures (2)

TERMINATION OF LOCOMOTIVE LEASE AGREEMENT
JAN 08 '01

3-49 PM

THIS TERMINATION OF LOCOMOTIVE LEASE AGREEMENT (Termination) dated as of December 28, 2000 by HELM FINANCIAL CORPORATION, a California corporation ("Lessor").

SURFACE TRANSPORTATION BOARD

1. **Recitals.** Lessor entered into the Locomotive Lease Agreement dated as of May 12, 1995, as amended ("**Lease**"), with Indiana Harbor Belt Railroad Company, an Indiana corporation, with respect to the three (3) locomotives described in Schedule A attached hereto. The Lease is on file at the Surface Transportation Board of the Department of Transportation (f.k.a. the Interstate Commerce Commission) ("**STB**") under STB Recordation No. 19475 filed on June 20, 1995 at 3:05 p.m.

The Lease was terminated as of August 31, 2000. The purpose of this Termination of Lease is to provide a formal termination document for filing with the STB.

2. **Termination.** The Lease is hereby formally terminated.

IN WITNESS WHEREOF, Lessor, pursuant to due corporate authority, has caused this Termination of Lease to be signed in its corporate name as of the date first above written.

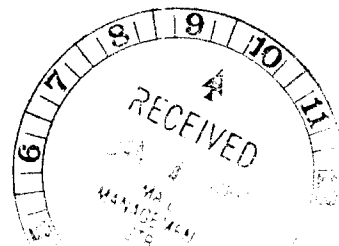
HELM FINANCIAL CORPORATION

By: _____



Print Name: Barbara W. Wilson

Title: Senior Vice President & CFO



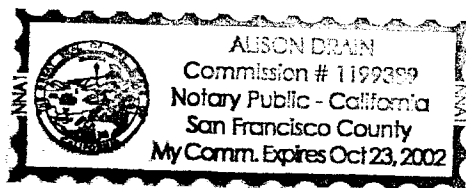
STATE OF CALIFORNIA)
) S.S.
COUNTY OF SAN FRANCISCO)

On January 3rd, 2000, before me, Alison Drain
personally appeared Barbara W. Wilson, Senior Vice President and Chief
Financial Officer of **HELM FINANCIAL CORPORATION**,

X personally known to me -OR-

— proved to me on the basis of satisfactory evidence to be the person(s)
whose name(s) is/are subscribed to the within instrument and
acknowledged to me that he/she/they executed the same in his/her/their
authorized capacity(ies), and that by his/her/their signature(s) on
the instrument the person(s), or the entity upon behalf of which the
person(s) acted, executed the instrument.

Witness my hand and official seal.



Alison Drain
SIGNATURE OF THE NOTARY

SCHEDULE A

To the Termination of Locomotive Lease Agreement dated December 28, 2000

Description of the Units:

Three (3), SW1500 locomotives

Unit Numbers:

IHB 1504

IHB 1505

IHB 1506